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June 9, 2008

Compass Financial Partners LLC
333 Seventh Avenue, 3rd Floor
New York, NY 10001

JUN 16 9 46 AM '08

U.S. BANKRUPTCY COURT
MARY A. SCHOTT, CLERK

RE: Cornman Toltec 160 LLC Loan

Dear Sirs:

I am in receipt of the Investor Remittance Statement through May 1, 2008. However, I find the contents of this remittance inaccurate and confusing. I also would like to point out that you are being paid a 1% fee to provide me with timely and accurate monthly statements. Neither has been occurring.

First, I have included information about my original loan with USA Capital which you should have a record of and know this information (attachment 1). The interest due on this loan is 12%, net of service fees; not the 11% you have reported on your statement.

Second, I have included a copy of the May 1, 2008 2-page remittance (attachment 2). You will note that the column "Int. Accrued This Period" shows a negative number of \$48.67 with no explanation. I have no idea what you're trying to communicate so I have done your work for you below showing the correct live to date calculation.

Also, please note, as requested in my January 16, 2008 certified letter to you, that I need supporting documentation of your advances before I can accept them. I do not accept interest charges on these advances until you fulfill your obligation of adequately explaining the advances. Specifically, the pro-rated legal fees seem excessive for the collection efforts on this loan. How do I know these do not include LLC litigation charges? Also, why was there another appraisal performed on this property when one was performed less than 12 months earlier. This duplication of cost seems irresponsible without an adequate explanation.

Statement Corrections:

	As Stated	As Corrected
Principal (Maturity June 28, 2006)	\$50,000.00	\$50,000.00
Accrued Interest through 4/30/2008		
(@ 12% net 1/1/2007-4/30/2008) (1)	<u>7,626.75</u>	<u>8,000.00</u>
Subtotal	\$57,626.75	\$58,000.00

Advances-subject to documentation	<u>(856.56)</u>	<u>(856.56)</u>
Balance: April 30, 2008	<u>\$56,770.19</u>	<u>\$57,143.44</u>

(1) Per terms of agreement with USA Capital-see enclosure

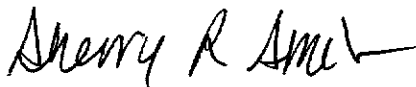
Please update your records with the correct interest percentage and my statement balance as per the above and provide the requested support so that I may review, respond and remit if appropriate. It is extremely important that we have proper accounting of all investments for effective negotiations/settlements with the borrowers.

Thank you for your immediate attention to this matter. Also, please ensure the statements are received timely. I received the May 1, 2008 statement on June 5, 2008.

Sincerely,



Gary R. Smith, Principal



Sherry R. Smith, Principal

Cc:

Windemere Special Assets

9505 Hillwood Drive Suite 150

Las Vegas, NV 89134

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Judge Jones

United States Bankruptcy District Court

300 Las Vegas Blvd, South

Las Vegas, NV 89101

USA Capital

First Trust Deed Investment

Borrower: Cornman Toltec 160, LLC
The borrower is a joint venture between USA Investment Partners, and Unlimited Holdings.

Loan Amount: \$6,550,000

Rate: 12.0% (net)

Term: 12 months


Loan to Value: Approximately 51% of estimated per acre value on completion of mapping process. An appraisal has been engaged.

Collateral: The loan is for the acquisition of 160 acres of residential land adjacent to Robson Ranch in Casa Grande Arizona located at the North East Corner of Corman Road and Toltec Butter Road

The Project: Casa Grande is less than 1 hour from metropolitan Phoenix via Interstate 10, and is the focus of substantial growth in housing and related amenities. Robson Ranch currently has houses under construction, and is one of the largest master planned communities in the area. The subject property is zoned for up to 560 residential units. Once the property is acquired it will be mapped and sold to homebuilders.

Guarantees: The loan will be guaranteed by the principals of the borrower – Unlimited Holdings, Tom Hantges, and Joe Milanowski, with an indicated net worth of approximately \$100 million as of 12-31-05.

Investment Receipt

		Receipt No: 24317	Receipt Date 06/15/2005	
Investors Name: Gary Smith Vesting: Gary R. Smith and Sherry R. Smith, husband and wife as joint tenants with the right of survivorship Loan Investing In: Cornman Toltec 160, LLC				
Principal	Interest Rate	Accrue Date	Maturity Date	Entered By
\$ 50,000.00	12.00%			

ma
new
bo-a



COMPASS

P-6873

GARY R. SMITH AND SHERY R. SMITH, HUSBAND AND WIFE AS JO

24427 145TH PL SE

KENT, WA 98042

5/1/2008

Investor Remittance Statement

For the period 4/1/2008 through 5/1/2008

Loan Name Loan ID	---Beginning---			---Ending---					
	Principal Bal	Svc Fee Rate Net Rate	Int Accrued This Period	Principal Paid Interest Paid	Principal Bal Net Int Bal	Subtotal of Prin & Int	Servicer Advances	Prepaid Interest	Total Prin & Int
Common Tolltec 160, LLC L-271	\$50,000.00 \$7,675.42	1.000000% 11.000000%	 (\$48.67)	\$0.00 \$0.00	\$50,000.00 \$7,626.75	\$57,626.75	\$856.56	\$0.00	\$56,770.19

This statement is provided for informational purposes only and is intended for the sole benefit of the named vested party.
This statement is not intended to represent a loan payoff quote. Compass reserves the right to update and supplement this statement.



P-6873

GARY R. SMITH AND SHERRY R. SMITH, HUSBAN

24427 145TH PL SE

KENT, WA 98042

Servicer Advances as of 05/01/2008

L-271 Cornman Toltec 1	Category	Amount	Description of Fee/Cost
	Legal Fees ?	\$ 809.09	Legal Fees
	Appraisal Cost - why?	\$ 47.06	Appraisal Cost
	Conference Calls	\$ 0.41	Conference Calls
	Total	\$856.56	